

EXHIBIT A

KRAUSE, KALFAYAN, BENINK & SLAVENS, LLP

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KRAUSE, KALFAYAN, BENINK & SLAVENS, LLP is a leading San Diego-based plaintiffs class-action law firm. Krause Kalfayan (formerly Krause & Kalfayan) represents individuals, businesses, and institutional investors in complex civil litigation in the areas of securities, commodities, antitrust, consumer fraud, tax, corporate, partnership and personal injury law. Although the firm handles both individual and class action litigation, it has a substantial reputation as a class action firm and has been at the forefront of multi-million dollar cases against some of the most powerful companies in the world. Krause Kalfayan has obtained numerous significant settlements or judgments for individuals and businesses in California and the United States. In recent years, the firm has expanded its practice to consumer and unfair competition cases and has obtained substantial results benefitting consumers.

Krause Kalfayan's most significant cases include:

- The Copper Antitrust Cases: *National Metals, Inc. v. Sumitomo Corporation, et al.*, Case Number GIC734001, *Heliotrope General, Inc., et al. v. Sumitomo, et al.*, Case Numbers 701679 and 701680 Superior Court, San Diego County. The firm represented a class of indirect purchasers in eighteen states throughout the United States alleging antitrust violations under the California antitrust laws (the Cartwright Act) for Sumitomo Corp's alleged manipulation of the world price of copper. The firm compiled and reviewed a massive amount of documentary discovery and information from governmental agencies. The firm's efforts resulted in total settlements of \$87.35 million.

- *In re Coin Cases*, Case Numbers BC 109176, BC 109250 BC 109409, BC 109612, BC 109269, filed in the Los Angeles Superior Court. The firm represented a class of investors in coins and antiques limited partnerships marketed by Merrill Lynch throughout the United States alleging fraud. Merrill Lynch denied any wrongdoing, but through the firm's efforts, agreed to pay back the entire principal investment, less distributions, to all investors in the class. The firm's efforts resulted in a total settlement of \$37 million in 1994.
- *In re American Principals Securities Litigation*, Case Number MDL-653, United States District Court for the Southern District of California (Judge Thompson) (settled in 1988 for \$20.5 million).
- *In re U.S. Grant Hotel*, Case Number MDL-783, United States District Court for the Southern District of California (Judge Enright). Case reported as *Lubin vs. Sybedon*, (S.D.Cal. 1988) 688 F.Supp. 1425; *U.S. Grant Hotel Assoc. Ltd. Securities Litigation*, (S.D.Cal. 1990); and *Lubin vs. Prudential-Bache Securities, Inc.*, [1990-91 Transfer Binder] CCC Fed.Sec.L.Rep. Para. 95,703 (S.D. Cal. 1990). The firm represented a class of Investors in limited partnership created for purpose of renovating and managing hotel brought. The firm alleged violations of federal and state securities laws as well as fraud and breach of fiduciary duty against the hotel developer, general partner, accountants, lawyers, and others. The firm's efforts resulted in a settlement of \$14 million.
- *Schaefer v. Overland Express Variable Rate Fund*, Case Number 95-0314-B (CM), United State District Court for the Southern District of California (Judge Brewster). The firm represented a class of investors in a variable rate mortgage mutual fund alleging violations of federal securities laws, negligent misrepresentation, breach of

fiduciary duty and negligence. The firm's efforts resulted in a settlement of \$7 million in 1997.

- *Hahn v. Investors Trust*, Case Number 94-1455-B (POR), United States District Court for the Southern District of California (Judge Brewster). The firm represented a class of investors in a high income mutual fund alleging violations of federal securities laws, negligent omissions, breach of fiduciary duty, negligence, fraud, breach of contract, etc., relating to defendants sale of mutual funds shares pursuant to a false or misleading prospectus and other public statements. The firm's efforts resulted in a settlement of \$7.2 million, plus interest, in 1996.
- *In re IDM Litigation*, Case Numbers 677095, 677097, BC 121902, BC 121903, 677093, 677096, filed in the San Diego Superior Court (Judge Baxley). This was a mass action of over 1,300 investors. The firm's efforts resulted in settlements of \$5.2 million.
- *Siete Investors, LLC. v. Behrens, et al*, Case Number 01CC04642, filed in the Superior Court of California, County of Orange. This was an action against former officers of USA Biomass arising out of an investor's agreement to purchase convertible preferred shares. Plaintiff alleged that defendants misrepresented material financial information at the time of the stock purchase agreement. The firm's efforts resulted in total settlements of \$577,500 in 2002.
- *Glea F. Bobbs v. Southern Pacific Equities, LLC, et al.*, Case Number GIC779127, San Diego Superior Court, (Hon. Janis Sammartino/Hon. Patricia Y. Cowett). The firm represented a class of elderly investors in four related limited liability companies and limited partnerships operated under the Southern Pacific Group. Although many other investors retained attorneys and sued the companies, the firm was the only one

to identify causes of action against two law firms involved in the preparation of offering documents and filings with the SEC and state departments of corporations.

The firm reviewed and analyzed over 34,000 documents, overcame motions to quash service of summons and complaint; and attempts to remove the case to federal court.

The firm's efforts have resulted in total settlements of \$7,776,500 million.

- *Susan Oneil v. Dell Computer Corporation*, Case Number CGC-02-405442, San Francisco Superior Court, (Hon. A. James Robertson) The firm represented a class of persons who had purchased "notebook" computers from Dell. The firm claimed that the Dell notebook computers possessed inherent defects, causing a series of common problems. The firm alleged causes of action including breach of implied and express warranty and unfair business practices. As a result of the firm's efforts the case has been resolved with a settlement valued at \$2.9 million.

MEMBER BIOGRAPHIES

JAMES C. KRAUSE

James C. Krause is a highly respected class action litigator, specializing in securities, antitrust and consumer rights litigation.

As one of the leading counsel in The Copper Antitrust Cases, Mr. Krause played an essential role in obtaining more than \$87 million in settlements. This complex antitrust class action involved allegations that Sumitomo Corporations former head copper trader manipulated the global price of copper from 1993 to 1996, and involved some of the largest investment banking firms in the world. Mr. Krause's efforts in distilling this complex case into a viable class action has earned him much respect in the legal community.

Mr. Krause has been involved in numerous substantial class actions during his twenty-five year career. For example, he was co-lead counsel in In re U.S. Grant Hotel which resulted in \$14

million in settlement value and has produced the often cited case of Lubin v. Sybedon, (S.D. Cal. 1988) 688 F.Supp. 1425; and In re Coin Cases, resulting in a class-wide settlement in which Merrill Lynch agreed to repay each investors entire principal investment, less distributions received, totaling \$37 million. Recently, in Glea F. Bobbs v. Southern Pacific Equities, LLC, Mr. Krause used is experience and creative approach to the law to develop causes of action against two East coast law firms involved in the preparation of offering documents. Although other attorneys had filed actions against the issuer of promissory notes, Mr. Krause was the only attorney to develop claims against the attorneys, based on legal malpractice. Mr. Krause had turned his creativity into settlements totaling \$7,776,500 million.

Mr. Krause was admitted to the California Bar in 1975. He received his Bachelor of Arts degree in History from Haverford College in 1972 and his Juris Doctor degree, *magna cum laude*, from the University of San Diego School of Law in 1975. In May 2000, Mr. Krause was awarded Honorary Membership in the San Diego Chapter of Order of the Coif.

Mr. Krause clerked for the Honorable James M. Carter (now deceased) of the United States Court of Appeals for the Ninth Circuit from 1975 to 1976. In 1976 Mr. Krause joined the law firm of Sullivan, Jones & Archer, becoming a partner in 1980. In 1981 Mr. Krause became a founding member of Reniche & Krause, and in 1991, he founded the Law Office of James C. Krause. Throughout Mr. Krause's career he has specialized in complex commercial litigation.

Mr. Krause has also been an active member of the legal community by acting as: a former Associate Editor of Litigation, a publication of the litigation Section of the American Bar Association; an Arbitrator, for the American Arbitration Association and the National Association of Securities Dealers; and as Judge *Pro Tem*, San Diego Superior Court.

He has been involved in the academic legal community as a Panelist on Financial Derivatives, University of San Diego School of Law (November 2000). He has been an Adjunct

Law Professor at both the University of San Diego and California Western Schools of Law teaching the Securities Regulation class, and as an author of numerous scholarly writings on securities law including: Securities Litigation, The Unsolved Problem of Predispute Arbitration Agreements for Pendant Claims, 29 DePaul L. Rev. 696 (1980); Two Perspectives on the Securities Law, San Diego county Bar Association, Dicta, volume xxix, number 3 (March 1982); and What Should General Practitioners Know About The Securities Acts, San Diego County Bar Association, Dicta, volume xxviii number 10 (October 1981). In 1993 Mr. Krause participated in a panel on Developments in the Securities Laws (Lorman Educational Seminars); Securities Arbitrators Training (American Arbitration Association); and as a panelist on Class Actions In California (Lorman Educational Seminars).

Mr. Krause is a member of the American Bar Association, the San Diego County Bar Association, the San Diego Association of Consumer Attorneys, and the National Association of Securities and Commercial Law Attorneys.

RALPH B. KALFAYAN

Ralph B. Kalfayan received a Bachelor of Science degree in Accounting from the University of San Diego in 1982. He was a member of the honors fraternity Beta Alpha Psi on campus and graduated with honors in his major. He received his Juris Doctor degree in 1985 from University of San Diego school of law.

Upon graduation, Mr. Kalfayan was employed for three years with the international firm of Arthur Andersen & Co. Mr. Kalfayan worked in the tax department, where he provided tax consulting and tax compliance work and in the audit department, where he reviewed financial statements and helped issue audit opinions.

In 1988, Mr. Kalfayan joined the law firm of Borton Petrini & Conron becoming a partner in 1991. Mr. Kalfayan specialized in business litigation and transactional matters including real

estate transactions, general commercial transactions, corporate work, partnership work, tax litigation or consulting work, contract disputes, and large acquisition work. Mr. Kalfayan is also an experienced trial attorney and has handled a number of civil trials before a jury and several major appeals.

In August 1993, Mr. Kalfayan became of counsel to the Law Offices of James C. Krause, and in January 1994, he became a member of Krause & Kalfayan.

Among the articles Mr. Kalfayan authored are: Buying a Business (April 15, 1993) in Business and Industry News Vol 3, No. 2; Building a Business: Tools for the Entrepreneur (August 1, 1993) In Business & Industry News Vol. 3, Number 9; Reducing your Property Taxes in the San Diego Business and tax forecast magazine, December 1991. Seminars conducted by Mr. Kalfayan include: California Sales & Use tax, Lorman Education Services, December 5, 1991; Business and Finance Conference at Jack Murphy Stadium, December 5, 1990; Estate Planning with Prudential Bache, Spring of 1990.

Mr. Kalfayan has proven himself as a successful litigator. He successfully obtained a jury verdict in Emma R. Carbonell, MD, et al. v. Kern Medical Services, Inc., et al., in the amount of \$1,504,594.30. He settled in trial for \$1 million in Gordon Giles v. Weiss Family Trust, et al.; and achieved a settlement in the amount of \$625,000 in Sylvia Ortega v. La Estrella Night Club, et al.; and reached a settlement in the amount of \$4.5 million in Doe v. Roes.

Mr. Kalfayan has been expanding his practice to include class actions. Currently he is on the leading edge of anti-trust class actions including In re Cipro Anti Trust Litigation and In re The Electricity Cases in California Superior Court. These cases involve alleged damages in the hundreds of millions of dollars and have a wide ranging impact of everyday Californians.

ERIC J. BENINK

Mr. Benink was admitted to the California bar in 1997. He received a Bachelor of Business Administration degree from the University of Massachusetts - Amherst in 1992 and a Juris Doctor and Master of Business Administration degree from the University of San Diego in 1996.

In 1997, Mr. Benink began working in the Enforcement Division of the Department of Corporations, California's securities, commodities, franchise; and finance and mortgage lender regulator. He investigated dozens of illegal stock offerings, private placement frauds, illicit brokerage practices, and ponzi schemes; and brought civil and administrative actions against the perpetrators. He also worked closely with criminal agencies in their prosecution of violators of laws under the jurisdiction of the Department.

In 2002, Mr. Benink joined Krause & Kalfayan as an associate where he specializes in consumer, securities, and business litigation. He has brought successful class actions on behalf of consumers against some of the largest corporations in the U.S., including Sprint and Fleet Bank and has represented shareholders in large investment fraud cases. Mr. Benink has also represented individual investors in NASD arbitration actions against brokerages for negligence, and violations of the suitability rule. In 2005, he became a partner in the firm, which was renamed Krause Kalfayan Benink & Slavens.

From 2005 through 2007, Mr. Benink acted as the lead counsel in a class action brought by sewer customers against the City of San Diego, wherein he and his co-counsel successfully negotiated a \$40 million settlement on behalf of the customers. He currently represents consumers in cases alleging unfair business practices against Vonage, Inc. and Hotwire.com.

Mr. Benink is the author of *The Model State Commodities Code, A Regulator's Perspective*, published in the Law Enforcement Reporter, Winter 1999. He has testified as a securities expert witness for the San Diego District Attorney's Office.

Mr. Benink is a member of the San Diego County Bar Association, the Consumer Attorneys of San Diego, a graduate of LEAD San Diego, a member of the Old Mission Rotary Club, and a volunteer with the San Diego County Bar's Volunteer Lawyers Program. He is a contributor to the *Trial Bar News*, a publication of the Consumer Attorneys of San Diego.

VINCENT D. SLAVENS

Mr. Slavens was admitted to the California Bar in 2001. He received his Bachelor of Arts degree in Corporate Finance from San Diego State University in 1994 and graduated with honors (*magna cum laude*) from California Western School of Law in 2001.

Prior to law school, he worked as a licensed investment broker for a number of years. During law school, Mr. Slavens successfully became a member of the California Western School of Law, Law Review. After becoming a member of the California Bar in 2001, he joined Krause & Kalfayan as an associate attorney and has put his securities experience to use in securities litigation, including arbitration matters with the National Association of Securities Dealers (NASD). He has also been involved in class action cases in securities, antitrust, and consumer law. In 2005, he became a partner in the firm, which was renamed Krause Kalfayan Benink & Slavens.

Mr. Slavens has been active in the legal community by volunteering with the volunteer lawyers program, where he participated as a panelist on issues relating to the brokerage industry and corporate scandals; and has provided substantial *pro bono* services to a local non-profit organization. He has also written an article on whistle blower standing under the RICO statutes, and an article titled "They Heard It Through The Grapevine" accepted for publication in *Trial Bar News*.

Mr. Slavens has acted as lead associate in class actions such as Glea F. Bobbs v. Southern Pacific Equities, LLC., (alleging securities law violations - with settlements to of over \$7.75 million). He is presently lead class action associate in Rogers v. Fisher Investments, Inc. (alleging false advertising); and Larner v. Wedbush Morgan Securities, et al (alleging misrepresentations and

violation of securities laws).

Mr. Slavens has also handled more than thirteen arbitrations and has obtained more than \$600 thousand in settlements or awards. He has represented investors in the following securities cases:

- *Rogers v. Fisher Investment Advisors, Inc., (Arb. No. 73 169 00187 03 JMLE)*
Arbitration before the American Arbitration Association. The firm represented an investor who had hired an investment advisor to manage his money prudently. The firm claimed that Fisher Investments breach its contract and was negligent when it invested nearly all of Rogers' assets in the stock market contrary to his stated objectives, resulting in a significant loss. The firm successfully obtained an award at arbitration in favor of client in amount of \$142,210.85.
- *Johnson v. Clements Company Investment Advisors, Inc., (Arb. No. 01-04915)*
Arbitration before the National Association of Securities Dealers. The firm represented investors against a brokerage firm and claimed that the broker recommended investments which were not suitable in view of the clients stated objectives and risk tolerance. The case has settled.
- *Johnsons v. Standex Int'l Corp., dba The Berean Christian Stores, (GIC 797402)*
Superior Court, San Diego, California. The firm represented investors against a book store and claimed that it held an investment broker out as its employee or agent and that the book store was vicariously liable under a theory of ostensible agency. The case has settled.
- *Persico v. Sands Bros., Inc., (Arb. No. 01-04617)* Arbitration before the National Association of Securities Dealers. The firm represented an investors against a

brokerage firm and claimed that the broker traded stocks in his account without authorization. The case has settled.

- *Mendelsohn v. Seaboard Securities, Inc., et al* (Arb. No. 02-01976) Arbitration before the National Association of Securities Dealers. The firm represented an investor against a brokerage firm and claimed that the broker recommended an investment in a “short position” which was highly speculative and not suitable in view of the clients stated objectives and risk tolerance. The case settled.
- *Carolyn Hamburger, et al v. Morgan Stanley DW, et al,* (Arb. No. 02-01976) Arbitration before the National Association of Securities Dealers. The firm represented investors against a brokerage firm and claimed that the broker recommended an investment program that was speculative and not suitable in view of the clients stated objectives and risk tolerance, and that the broker excessively traded the accounts (*i.e.* “churning”). The case settled.
- *Gladys F. Prince v. McCarn’s Allstate Finance, Inc.,* (GIC 805084) Superior Court, San Diego, California. The firm represented investors against an investment advisor and claimed that the broker violated California law by offering and selling to Ms. Prince unregistered securities. The case settled.

ASSOCIATE BIOGRAPHIES

DAVID M. WATSON

Mr. Watson was admitted to the California Bar in 2002. He received his Bachelor of Arts Degree in Business & Finance from University of Massachusetts at Boston in 1999 and graduated from California Western School of Law in 2001.

After graduating from law school, Mr. Watson worked for Lieff Cabraser Heimann & Bernstein, a San Francisco class action firm. His focus was on class action lawsuits against energy companies for market manipulation and unfair competition precipitating the 2000-2001 California energy crisis.

In addition to his work on class actions, Mr. Watson has extensive experience representing investors in securities arbitration matters with the National Association of Securities Dealers (NASD). He has filed successful claims against such firms as A.G. Edwards & Sons, Edward Jones, Princor Financial Services and Royal Alliance.

Mr. Watson has also filed successful elder abuse claims against insurance companies Midland National Life Insurance Company and National Western Life Insurance Company for selling unsuitable equity-indexed annuities to seniors.

Mr. Watson joined Krause Kalfayan Benink & Slavens in 2007 and practices primarily in the area of antitrust and unfair competition law with an emphasis on class action lawsuits.

Mr. Watson is an active member of the San Diego County Bar Association and the Consumer Attorneys of San Diego.

OF COUNSEL

DAVID B. ZLOTNICK

David B. Zlotnick has prosecuted consumer fraud and securities fraud class actions as well as shareholder derivative actions for over twenty years. Mr. Zlotnick is presently lead class counsel in Wide World Tours vs. Avis, No. 817548 (S.D. Super.) and a companion case against The Hertz Corporation on behalf of travel agents who claim that were underpaid commissions. In recent years, he served as co-lead counsel in, among other matters, Levine v. Metal Recovery Technologies, Inc., et al., No. 96-525 JFF (D.Del.), a securities fraud class action and Aiello, et al. v. First Alliance Corporation, No. 98-5486 (D. N.J.), a consumer fraud class action on behalf

of home owners who refinanced their mortgages through the defendant corporation, which settled for over \$80 million.

Mr. Zlotnick was previously lead class counsel in *Freeman v. Palace Casinos, Inc.*, 4-94-889 (D. Minn.), which settled for \$2,150,000; *In re U.S. Healthcare Securities Litigation*, No. 88-0559 (E.D. Pa.), in which a settlement worth \$5,500,000 was obtained; and *Ossmann v. Diana Corp.*, No. 4-92-976 (D. Minn.), in which settlements were reached totaling \$7,056,000. He was also formerly co-lead counsel in derivative actions relating to Pinnacle West Capital Corporation, *Zitin v. Turley*, No. 89-2061 (D. Ariz.) (settlement of \$27,625,000); and *Public Service Company of New Mexico*, *Kaplan v. Geist*, No. 89-1033 (D. N.M.) (class and derivative settlement of \$33,000,000); as well as co-lead class counsel in *Geist v. Arizona Public Service Co.*, No. 87-1172 (D. Ariz.) (\$7,000,000 settlement); *In re New York City Shoes Securities Litigation*, No. 87-4677 (E.D. Pa.) (\$1,750,000 settlement); and *Sherin v. Gould*, 115 F.R.D. 171 (E.D. Pa. 1987) (\$1,575,000 settlement). He has acted as co-counsel in numerous other consumer fraud, securities fraud, and shareholder derivative actions.

Mr. Zlotnick is a 1980 magna cum laude graduate of the Temple University School of Law, where he was Articles Editor of the Temple Law Quarterly. Mr. Zlotnick was the recipient of a Barenkopf Scholarship and the Corpus Juris Secundum Award presented by the law faculty to the student who made the most significant contribution to legal scholarship. Following his graduation from law school, Mr. Zlotnick served as Law Clerk to the Honorable Stanley S. Brotman of the United States District Court for the District of New Jersey. After working briefly as an associate in the litigation department of a major Philadelphia law firm, Mr. Zlotnick joined the Haverford, Pennsylvania firm of Greenfield & Chimicles, where he actively participated in the prosecution of numerous securities fraud actions, including *Kimmel v. Peterson*, 565 F.Supp

476 (E.D. Pa. 1983); and *In re Cantanella & E.F. Hutton Securities Litigation*, 583 F.Supp. 1388 (E.D. Pa. 1984). Mr. Zlotnick was also the principal trial and appellate counsel in *Eisenberg v. Gagnon*, 766 F.2d 770 (3rd Cir), cert denied, 474 U.S. 946 (1985), a securities fraud class action arising from the promotion of a coal tax shelter.

Mr. Zlotnick is admitted to practice before the Supreme Courts of California and Arizona as well as numerous federal courts.

He began working with Krause & Kalfayan in 1998 and is presently Of Counsel to the firm.